

From Shareholder:

AMP Fundacja Rodzinna

Numer RFR: 820

NIP: 8971929642 Nr REGON: 526888343

To: Management Board of Ten Square Games S.A.

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A REQUEST TO PLACE A MATTER ON THE AGENDA OF THE UPCOMING GENERAL MEETING OF SHAREHOLDERS, TOGETHER WITH THE REASONS FOR THE REQUEST AND A DRAFT RESOLUTION

Acting on behalf of AMP Fundacja Rodzinna, RFR number: 820, (NIP 8971929642) which is a shareholder of Ten Square Games S.A. with its registered office in Wrocław (the "Company") holding at least 1/20 of the Company's share capital, acting pursuant to Article 401§1 of the Code of Commercial Companies, I request one item to be added to the agenda of the Annual General Meeting of the Company convened for May 23, 2024 (the "AGM") as follows:

"Adoption of a resolution on granting personal rights and amending the Articles of Association of the Company."

At the same time, in connection with the request made above, I request that the amendments constituting the subject of the above resolution be included in the draft resolution covered by item 20 of the current agenda of the Ordinary General Meeting, i.e. the resolution on adopting the consolidated text of the Company's Articles of Association.

JUSTIFICATION

The adoption of a resolution on granting personal rights and amending the Articles of Association of the Company is aimed at granting personal rights to appoint members of the Supervisory Board of the Company to significant shareholders of the Company, i.e. MJP Fundacja Rodzinna, RFR number: 687 (NIP: 8971931395) and AMP Fundacja Rodzinna, RFR number: 820 (NIP: 8971929642) to the extent that these rights were previously held by Maciej Popowicz and Arkadiusz Pernal, respectively.

Due to the transfer by the significant shareholders of the Company, who are also the founders of the Company, i.e. Maciej Popowicz and Arkadiusz Pernal to, respectively: MJP Fundacja Rodzinna, RFR number: 687 (NIP: 8971931395) and AMP Fundacja Rodzinna, RFR number: 820 (NIP: 8971929642) of all the shares held in the Company, their personal rights to appoint members of the supervisory board, granted in §14 of the Company's Articles of Association, in accordance with Article 354§4 of the Commercial Companies Code, expired as of the date of disposal of the shares. The entities indicated, i.e. MJP Fundacja Rodzinna and AMP Fundacja Rodzinna, are affiliated entities of - Maciej Popowicz and Arkadiusz Pernal, respectively.

Maciej Popowicz is one of the beneficiaries and board members of MJP Fundacja Rodzinna, and Arkadiusz Pernal is one of the beneficiaries and board members of AMP Fundacja Rodzinna. The proposed amendment is intended to continue the rights granted by the original wording of the Company's Articles of Association to its founders and substantial shareholders. Adoption of a resolution on granting personal rights by way of an amendment to the Company's Articles of Association is within the competence of the Company's general meeting of shareholders, and the initiative for its adoption stems from the need to maintain the existing scope of rights for those with significant involvement in the Company's affairs. The amended agenda will be as follows:

- 1) Opening of the Ordinary General Meeting.
- 2) Election of the Chair of the Ordinary General Meeting.
- 3) Deciding that the Ordinary General Meeting has been duly convened and is capable of adopting resolutions.
- 4) Approval of the agenda of the Ordinary General Meeting.
- 5) Presentation of the Management Board's report on the activities of Ten Square Games S.A. and the Ten Square Games S.A. Capital Group for the fiscal year 2023 and the separate and consolidated financial statements for 2023, as well as the Management Board's proposal regarding the distribution of 2023 profit.
- 6) Presentation of the report on the activities of the Supervisory Board of Ten Square Games S.A. with its registered office in Wrocław for the fiscal year 2023 and the results of the Supervisory Board's assessments of the standalone and consolidated financial statements for the year 2023, the Management Board's report on the activities of the Ten Square Games S.A. Capital Group and Ten Square Games S.A. for the fiscal year 2023 and the Supervisory Board's recommendation concerning the distribution of profit for the year 2023.
- 7) Adoption of a resolution on the consideration and approval of the Management Board's report on the activities of the Ten Square Games S.A. Capital Group and Ten Square Games S.A. for the fiscal year 2023.
- 8) Adoption of a resolution on the consideration and approval of the Standalone Financial Statement of Ten Square Games S.A. drafted as of December 31, 2023.
- 9) Adoption of a resolution on the consideration and approval of the Consolidated Financial Statement of the Ten Square Games S.A. Capital Group drafted as of December 31, 2023.
- 10) Adoption of a resolution on the distribution of profit for 2023.
- 11) Adopting a resolution concerning the acceptance of the Ten Square Games S.A. Supervisory Board's activities for the fiscal year 2023.
- 12) Adoption of a resolution on the Report on Remuneration of the Members of the Management Board and Members of the Supervisory Board of Ten Square Games S.A. for 2023.
- 13) Granting discharge to the members of the Company's Management Board for the performance of their duties in 2023.
- 14) Granting discharge to the members of the Company's Supervisory Board for the performance of their duties in 2023.
- 15) Adoption of a resolution on the appointment of Supervisory Board members for the next term. 16) Adoption of a resolution on establishing rules for remuneration of Supervisory Board members. 17) Adoption of the resolution on adoption Diversity Policy in Ten Square Games S.A.
- 18) Adoption of a resolution on redemption of the Company's own shares.
- 19) Adoption of a resolution on reduction of the Company's share capital in connection with redemption of the Company's own shares, and on the changes in the Company's Articles of Association.
- 20) Adoption of a resolution on granting personal rights and amending the Articles of Association of the Company, together with a draft resolution

21) Adoption of a resolution on unified text of the Company's Articles of Association.

22) Closing of the Ordinary General Meeting of Shareholders.

DRAFT RESOLUTION:

Point 20 of new agenda of General Meeting of Shareholders of Ten Square Games S.A.

Resolution no. 31

of the Ordinary General Meeting of Ten Square Games S.A.

with its registered office in Wrocław of May 23rd, 2024

on amending the Articles of Association of the Company in connection with the granting of personal rights

(draft)

§ 1

The Ordinary General Meeting of Shareholders of the Company, acting on the basis of Article 354§1 and Article 430 §1 of the Commercial Companies Code and §12 section 5 item. 9 of the Company's Articles of Association, resolves to amend the Company's Articles of Association as follows:

1. Current §14.3 of the Company's Articles of Association shall read as follows:

"3.As long as MJP Fundacja Rodzinna (number RFR: 687, Tax Identification Number: 8971931395.) is a shareholder of the Company holding shares of the Company:

1. representing at least 10% but no more than 20% of the Company's share capital - a shareholder of MJP Fundacja Rodzinna (number RFR: 687, NIP 8971931395) will be entitled to a personal right to appoint and dismiss 1 (one) member of the Supervisory Board serving as Chairman of the Supervisory Board;

2. representing at least 20% but no more than 30% of the Company's share capital - a shareholder of MJP Fundacja Rodzinna (number RFR: 687, NIP 8971931395) will have a personal right to appoint and dismiss 2 (two) members of the Supervisory Board, including one acting as Chairman of the Supervisory Board;

3. representing at least 30% of the Company's share capital - a shareholder of MJP Fundacja Rodzinna (number RFR: 687, Tax Identification Number 8971931395) will have a personal right to appoint and dismiss 3 (three) members of the Supervisory Board, including one acting as Chairman of the Supervisory Board."

2. Current §14.4 of the Company's Articles of Association shall read as follows:

"4. As long as AMP Fundacja rodzinna (number RFR: 820, Tax Identification No. 8971929642) is a shareholder of the Company holding shares of the Company:

1. representing at least 10% of the Company's share capital - the shareholder - AMP Fundacja rodzinna (number RFR: 820, Tax Identification No. 8971929642) will be entitled to the personal right to appoint and dismiss 1 (one) member of the Supervisory Board."

3. Current §14.5 of the Company's Articles of Association shall read as follows:

„5. For the avoidance of doubt, in the event that the shareholding of a shareholder of MJP Fundacja Rodzinna decreases below 20% but above 10% or below 30% but above 20% of the Company's share capital, MJP Fundacja Rodzinna shall only be entitled to the personal entitlement referred to in

paragraph 3(1) or paragraph 3(2), respectively, even if its subsequent shareholding in the Company's share capital increases to a level exceeding 20% or 30% of the Company's share capital, respectively."

4. Current §14.9 of the Company's Articles of Association shall read as follows:

"9. Subject to paragraphs 7 and 8 above, in the event that the Chairman of the Supervisory Board ceases to serve (including in the event of the Chairman's resignation from his position), appointed pursuant to paragraph 3 item 1, item 2 or item 3 above, the right to appoint a new Chairman of the Supervisory Board shall be vested in the shareholder MJP Fundacja rodzinna pursuant to the powers provided for in paragraph 3 item 1, item 2 or item 3 above. In the event that a shareholder of MJP Fundacja rodzinna fails to appoint a new Chairman of the Supervisory Board within 14 (fourteen) days from the date on which the Chairman of the Supervisory Board ceases to hold office, the personal right of MJP Fundacja rodzinna to appoint the Chairman of the Supervisory Board shall expire, and the election of the Chairman of the Supervisory Board shall be made, at the next meeting, from among its members, by the Supervisory Board."

§ 2

The resolution comes into force upon its adoption, with the proviso that the amendment to the Articles of Association will take effect upon entry in the Register of Entrepreneurs of the National Court Register.